

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-1789 (CGM)

SIPA Liquidation

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

**[PROPOSED] ORDER GRANTING TRUSTEE’S FIFTY-FOURTH OMNIBUS
MOTION TO AFFIRM THE TRUSTEE’S CLAIMS DETERMINATIONS AND
OVERRULE OBJECTIONS THAT RAISE FACTUAL ISSUES**

Upon consideration of the motion (the “Motion”) [Docket No. __], by Irving H. Picard, trustee (“Trustee”) for the substantively consolidated liquidation of Bernard L. Madoff Investment Securities LLC (“BLMIS”) and the chapter 7 estate of Bernard L. Madoff (“Madoff”) (collectively, “Debtor”), in the above-captioned SIPA¹ liquidation proceeding seeking to have the Court affirm his claims determinations and overrule the related objections that raise customer-specific factual issues (the “Objections”); and the net winner Claims to be disallowed and Objections to be overruled are identified in Exhibit A to the Declaration of Vineet Sehgal in Support of the Motion (the “Sehgal Declaration”), [Docket No. __]; and the net loser Claims determinations to be affirmed and Objections to be overruled are identified in Exhibit B to the

¹ All capitalized terms not defined herein shall have the meaning ascribed in the Motion.

Sehgal Declaration; and due and proper notice of the Motion having been given and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion as set forth herein is in the best interests of the Debtor, its estate, creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Motion is granted to the extent provided herein; and it is further

ORDERED that the Claims listed on Exhibit A hereto are disallowed; and it is further

ORDERED that the Trustee's Claims determinations regarding the Claims listed on Exhibits A and B are affirmed; and it is further

ORDERED that the Objections listed on Exhibits A and B are overruled; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

EXHIBIT A

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EXHIBIT A – CLAIMS AND OBJECTIONS

| Objecting Party | Claim Number | Objection To Determination Docket Number | Counsel | Account Name | Account Number |
|---|----------------|--|------------------------|---|----------------|
| Columbia University | 015060 | 3056 | Venable LLP | Columbia University C/O The Trustees of Columbia | 1C0048 |
| Gutmacher Enterprises | 011111 | 1532 | Folkenflik & McGerity | Gutmacher Enterprises L P The New York Palace | 1G0299 |
| Herbert Poster IRA Rollover | 002335 | 1532 | Folkenflik & McGerity | Millennium Trust Company, LLC FBO Herbert Poster (008869) | 1ZR300 |
| Kathleen Giamo, Trustee of Trust Number 6 U/A 12/23/88 | 012192 | 2843 | Lee J. Mondshein, Esq. | Trust #6 U/A 12/23/88 Kathleen Giamo Trustee | 1F0132 |
| Pompart LLC | 013964 | 1532 | Herrick, Feinstein LLP | Pompart LLC C/O John Pomerantz | 1P0100 |
| Robert Auerbach Revocable Trust & Joyce Auerbach Revocable Trust | 011098 | 1532 | Folkenflik & McGerity | Robert Auerbach Rev TST DTD 6/29/05 and Joyce Auerbach | 1A0114 |
| Steven Bergman, as Personal Representative of the Estate of Harriet Bergman | 000282, 000283 | 2388 | Lax & Neville, LLP | Harriet Bergman | 1B0197 |
| Steven Bergman, Trustee Of The Leonard Bergman Credit Shelter Trust FBO Harriet Bergman | 000518 | 2451 | Lax & Neville, LLP | Leonard Bergman Credit Shelter Trust FBO Harriet Bergman | 1B0272 |

EXHIBIT B

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EXHIBIT B – CLAIMS AND OBJECTIONS

| Objecting Party | Claim Number | Objection To Determination Docket Number | Counsel | Account Name | Account Number |
|---------------------------------------|---------------------------|--|--------------------------|---------------------------------------|-------------------|
| Dr. Dushan Kosovich | 070223 | 4063 | Frederic Walker | Trotanoy Investment Co LTD | 1FR045 |
| Liliane Winn Shalom | 006815 | 1532 | Folkenflik & McGerity | Liliane Winn Shalom | 1S0441 |
| Olga Krakauer & Peter Benzaia JT WROS | 000864, 001892, 008916 | 746 | Pro Se | Olga Krakauer & Peter Benzaia JT WROS | 1ZA451 |
| Orna Shulman | 006596 | 1532 | Folkenflik & McGerity | Orna Schulman | 1S0480 |